



United States Department of the Interior  
Office of the Secretary

Interior Business Center, Human Resources Directorate  
7201 W. Mansfield Avenue, Mail Code D2640  
Lakewood, CO 80235



Subject: Return Order

JUN 22 2016

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Federal Trade Commission  
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Holocaust Memorial Museum  
International Boundaries and Water Commission  
Institute of Museum and Library Services  
Inter-American Foundation  
International Trade Commission

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National Aeronautics Space Administration  
National Archives and Records Administration  
National Labor Relations Board  
National Mediation Board  
National Science Foundation  
National Transportation Safety Board  
Nuclear Regulatory Commission  
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Public Interest Declassification Board  
Securities and Exchange Commission  
Selective Service System  
Social Security Administration  
US Supreme Court  
US Tax Court  
US Trade and Development Agency  
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If you have any questions, please contact Ricardo Valadez at 303-969-7311.

*WE ONLY PROCESS EMPLOYEES*

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UNITED STATES  
DEPARTMENT OF THE INTERIOR  
INTERIOR BUSINESS CENTER  
PAYROLL OPERATIONS DIVISION  
P.O. BOX 272030  
DENVER, CO 80227-9030

D-2640 (RV)

FILED  
U.S. BANKRUPTCY COURT

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Clerk of the United States Bankruptcy Court  
One Bowling Green  
New York, NY 10004

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re : Chapter 11 Case No.  
**REPUBLIC AIRWAYS HOLDINGS INC., et al.** : 16-10429 (SHL)  
 Debtors. : (Jointly Administered)

**Notice of Chapter 11 Bankruptcy Cases and Meeting of Creditors**

For each of the Debtors listed below, a case has been filed under chapter 11 of the Bankruptcy Code on February 25, 2016. An order for relief has been entered.

This notice has important information about the case for creditors, including information about the meeting of creditors and deadlines. Read all pages carefully. **YOU ARE NOT BEING SUED OR FORCED INTO BANKRUPTCY.**

The filing of the cases imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtors or the debtors' property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtors. Creditors cannot demand repayment from the debtors by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at [www.pacer.gov](http://www.pacer.gov)). All documents filed with the Bankruptcy Court, including lists of the Debtors' assets and liabilities, will be available for inspection at the Office of the Clerk of the Bankruptcy Court and the Court's website, [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov), as well as (A) by written request to the Debtors' Claims and Noticing Agent, Prime Clerk LLC, at the following address: 830 Third Avenue, 3rd Floor, New York, NY 10022; (B) by phone at (855) 252-2304; or (C) by accessing its website at <https://cases.primeclerk.com/RJET>.

**The staff of the bankruptcy clerk's office and the office of the U.S. Trustee cannot give legal advice.**

**Do not file this notice with any proof of claim or other filing in the case.**

1. Debtor's full name	Debtor's Name and EIN	Case Number
	Republic Airways Holdings Inc. (EIN: 06-1449146)	16-10429
	Republic Airways Services, Inc. (EIN: 26-2882301)	16-10426
	Shuttle America Corporation (EIN: 76-0491397)	16-10427
	Republic Airline Inc. (EIN: 06-1562737)	16-10428
	Midwest Air Group, Inc. (EIN: 39-1828757)	16-10430
	Mistwest Airlines, Inc. (EIN: 39-1440079)	16-10431
	Skyway Airlines, Inc. (EIN: 36-3924344)	16-10432
2. All other names used in the last 8 years	Bestcare Holdings, Inc.; Chautauqua Airlines Inc.	
3. Address	8909 Purdue Road, Suite 300 Indianapolis, IN 46268	
4. Debtors' attorney	Name and address	Contact phone Email
	Bruce R. Zirinsky Sharon J. Richardson Gary D. Ticoll Zirinsky Law Partners PLLC 375 Park Avenue, Suite 2607 New York, NY 10152	Christopher K. Kiplo Hughes Hubbard & Reed LLP One Battery Park Plaza New York, NY 10004 (212) 763-0192 <a href="mailto:bzirinsky@zirinskylaw.com">bzirinsky@zirinskylaw.com</a>

For more information, see page 2 ►

<p><b>5. Bankruptcy clerk's office</b>  Documents in this case may be filed at this address.  You may inspect all records filed in this case at this office or online at <a href="http://www.pacer.gov">www.pacer.gov</a>. The Debtors maintain a copy of the case docket available free of charge at <a href="https://cases.primeclerk.com/RJET">https://cases.primeclerk.com/RJET</a>.</p>	<p>Clerk of the United States Bankruptcy Court  One Bowling Green  New York, NY 10004</p> <p>Clerk of the Bankruptcy Court:  Vito Genna</p>	Hours open <u>8:30 a.m. – 5:00 p.m.</u> Contact phone <u>(212) 668-2870</u>	
<p><b>6. Meeting of creditors</b>  The debtor's representative must attend the meeting to be questioned under oath.</p>	<u>May 16, 2016</u> Date	at <u>1:00 p.m.</u> Time	Location: <u>United States Bankruptcy Court</u> <u>One Bowling Green</u> <u>Room 511, Fifth Floor</u> <u>New York, NY 10004</u>
<p>Creditors may attend, but are not required to do so.</p>	<p>The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.</p>		
<p><b>7. Proof of claim deadline</b></p>	<p><b>Deadline for filing proof of claim:</b></p> <p>Deadline not yet set. When the Court sets a deadline, you will be notified and provided a proof of claim form.</p> <p>A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at <a href="http://www.uscourts.gov">www.uscourts.gov</a> or any bankruptcy clerk's office. All Proofs of Claim must be filed in accordance with any order that is entered by the Bankruptcy Court establishing a deadline and procedures for the filing of Proofs of Claim.</p> <p>Your claim will be allowed in the amount scheduled unless:</p> <ul style="list-style-type: none"> <li><input checked="" type="checkbox"/> your claim is designated as <i>disputed</i>, <i>contingent</i>, or <i>unliquidated</i>;</li> <li><input checked="" type="checkbox"/> you file a proof of claim in a different amount; or</li> <li><input checked="" type="checkbox"/> you receive another notice.</li> </ul> <p>If your claim is not scheduled or if your claim is designated as <i>disputed</i>, <i>contingent</i>, or <i>unliquidated</i>, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.</p> <p>You may review the schedules at the bankruptcy clerk's office or online at <a href="http://www.pacer.gov">www.pacer.gov</a>. Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.</p>		
<p><b>8. Exception to discharge deadline</b>  The bankruptcy clerk's office must receive a complaint and any required filing fee.</p>	<p>You must start a judicial proceeding by filing a complaint if you want to have a debt excepted from discharge under 11 U.S.C. § 1141(d)(6)(A) and Fed. R. Bankr. P. 4007.</p>		
<p><b>9. Creditors with a foreign address</b></p>	<p>If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.</p>		
<p><b>10. Filing a Chapter 11 bankruptcy case</b></p>	<p>Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the property and may continue to operate its business.</p>		
<p><b>11. Discharge of debts</b></p>	<p>Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtor except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge under 11 U.S.C. § 1141(d)(6)(A), you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.</p>		

**Hearing Date & Time: April 14, 2016 at 11:00 a.m. (Eastern Time)**  
**Objection Deadline: April 7, 2014 at 4:00 p.m. (Eastern Time)**

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*Attorneys for the Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re** : **Chapter 11 Case No.**  
**REPUBLIC AIRWAYS HOLDINGS INC., *et al.*** : **16-10429 (SHL)**  
**Debtors.<sup>1</sup>** : **(Jointly Administered)**

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**NOTICE OF HEARING ON:**

**(A) DEBTORS' MOTION FOR ENTRY OF AN ORDER PURSUANT TO 11 U.S.C. §§ 105, 361, 362(d)(1), 364(c)(1), 364 (c)(2), 503(b)(1) AND 507(b) AND FED. R. BANKR. P. 4001 AND 6004 (I) AUTHORIZING DEBTORS TO OBTAIN POSTPETITION FINANCING, (II) GRANTING LIENS AND PROVIDING SUPERPRIORITY ADMINISTRATIVE EXPENSE STATUS, (III) MODIFYING THE AUTOMATIC STAY AND (IV) GRANTING RELATED RELIEF;**

**(B) DEBTORS' MOTION FOR AUTHORIZATION PURSUANT TO SECTIONS 363(b), 363(m), AND 365(a) OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 6004, 6006 AND 9019 TO (I) ASSUME CODESHARE AND RELATED AGREEMENTS, AS AMENDED, WITH DELTA AIR LINES, INC., (II) LEASE CERTAIN PROPERTY OF THE ESTATE AND (III) SETTLE CLAIMS BETWEEN DELTA AIR LINES, INC. AND**

1. The Debtors in these chapter 11 cases (these "Chapter 11 Cases") are the following entities: Republic Airways Holdings Inc.; Republic Airways Services, Inc.; Republic Airline Inc.; Shuttle America Corporation; Midwest Air Group, Inc.; Midwest Airlines, Inc.; and Skyway Airlines, Inc. The Debtors' employer tax identification numbers and addresses are set forth in their respective chapter 11 petitions.

THE DEBTORS; AND

**(C) DEBTORS' MOTION FOR ENTRY OF AN ORDER PURSUANT TO 11 U.S.C. § 107(b) AND FED. R. BANKR. P. 9018 AUTHORIZING THE FILING OF CERTAIN INFORMATION UNDER SEAL IN CONNECTION WITH DEBTORS' MOTION PURSUANT TO SECTIONS 363(b), 363(m), AND 365(a) OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 6004, 6006 AND 9019 FOR AUTHORIZATION TO (I) ASSUME CODESHARE AND RELATED AGREEMENTS, AS AMENDED, WITH DELTA AIR LINES, INC., (II) LEASE CERTAIN PROPERTY OF THE ESTATE AND (III) SETTLE CLAIMS BETWEEN DELTA AIR LINES, INC. AND THE DEBTORS**

PLEASE TAKE NOTICE that a hearing will be held at 11:00 a.m. (Eastern Time) on April 14, 2016 before the Honorable Sean H. Lane, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), One Bowling Green, Room 701, New York, New York 10004, or as soon thereafter as counsel may be heard, to consider entry of an order granting (A) *Debtors' Motion for Entry of an Order Pursuant to 11 U.S.C. §§ 105, 361, 362(d)(1), 363(b), 364(c)(1), 364(c)(2), 364(c)(3), 364(d), 364(e), 503(b)(1) and 507(b) and Fed. R. Bankr. P. 4001 and 6004 (I) Authorizing Debtors to Obtain Postpetition Financing, (II) Granting Liens and Providing Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay and (IV) Granting Related Relief* (the "DIP Motion"), (B) *Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b), 363(m) & 365(a) of the Bankruptcy Code and Fed. R. Bankr. P. 6004, 6006 & 9019 for Authorization (I) to Assume Codeshare and Related Agreements, as Amended, With Delta Air Lines, Inc., (II) Lease Certain Property of the Estate and (III) Settle Claims Between Delta Air Lines, Inc. and the Debtors* (the "Assumption Motion"), and (C) *Debtors' Motion for Entry of Order Pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018 Authorizing the Filing of Certain Information Under Seal in Connection with the Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b), 363(m) & 365(a) of the Bankruptcy Code and Fed. R. Bankr. P. 6004, 6006 & 9019 for Authorization (I) to Assume Codeshare and Related Agreement, as Amended, With Delta Air Lines, Inc., (II) Lease*

*Certain Property of the Estate and (III) Settle Claims Between Delta Air Lines, Inc. and the Debtors* (the “Seal Motion, and together with the Assumption Motion and the DIP Motion, the “Motions”).

**PLEASE TAKE FURTHER NOTICE** that copies of the Motions are available on the Bankruptcy Court’s electronic docket and on the webpage of the Debtors’ clams and noticing agent at <https://cases.primeclerk.com/rjet> or may be requested telephonically at 1 (855) 252-2304.

**PLEASE TAKE FURTHER NOTICE** that any responses or objections (the “Objections”) to the Motions shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, shall be filed with the Bankruptcy Court (a) by attorneys practicing in the Bankruptcy Court, including attorneys admitted pro hac vice, electronically pursuant to the Case Management Procedures approved by the Court (ECF No. 70) and in accordance with General Order M-399 (which can be found at <http://www.nysb.uscourts.gov/sites/default/files/m399.pdf>), and (b) by all other parties in interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with General Order M-399 on (i) the attorneys for the Debtors, Zirinsky Law Partners PLLC, 375 Park Avenue, Suite 2607, New York, New York 10152 (Attn: Bruce R. Zirinsky, Esq. ([bzirinsky@zirinskylaw.com](mailto:bzirinsky@zirinskylaw.com)), Sharon J. Richardson, Esq. ([srichardson@zirinskylaw.com](mailto:srichardson@zirinskylaw.com)), and Gary D. Ticoll, Esq. ([gticoll@zirinskylaw.com](mailto:gticoll@zirinskylaw.com))) and Hughes Hubbard & Reed LLP, One Battery Park Plaza, New York, New York 10004 (Attn: Christopher K. Kiplok, Esq. ([chris.kiplok@hugheshubbard.com](mailto:chris.kiplok@hugheshubbard.com)) and Gabrielle Glemann, Esq.

([gabrielle.gleemann@hugheshubbard.com](mailto:gabrielle.gleemann@hugheshubbard.com))), (ii) the Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Brian Masumoto, Esq.), (iii) proposed counsel to the statutory committee of unsecured creditors, Morrison & Foerster LLP, 250 West 55th Street, New York, New York 10019 (Attn: Brett H. Miller, Esq. ([bmiller@mofo.com](mailto:bmiller@mofo.com)), Todd M. Goren, Esq. ([tgoren@mofo.com](mailto:tgoren@mofo.com)), and Erica J. Richards, Esq. ([erichards@mofo.com](mailto:erichards@mofo.com))), (iv) counsel to Delta Air Lines, Inc., Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York, 10017 (Attn: Marshall S. Huebner, Esq. ([marshall.huebner@davispolk.com](mailto:marshall.huebner@davispolk.com)) and Darren S. Klein, Esq. ([darren.klein@davispolk.com](mailto:darren.klein@davispolk.com))), and (v) counsel to the Ad Hoc Committee of Equity Holders of Republic Airways Holdings Inc., Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022 (Attn: Adam C. Harris, Esq. ([adam.harris@srz.com](mailto:adam.harris@srz.com)), Lawrence V. Gelber, Esq. ([lawrence.gelber@srz.com](mailto:lawrence.gelber@srz.com)), and David M. Hillman, Esq. ([david.hillman@srz.com](mailto:david.hillman@srz.com))) so as to be so filed and received no later than **April 7, 2016 at 4:00 p.m. (Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that if no Objections are timely filed and served, the relief requested in the Motions may be granted with no further notice or opportunity to be heard.

Dated: New York, New York  
March 24, 2016

/s/ Bruce R. Zirinsky  
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